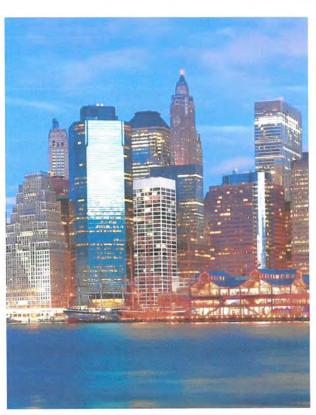
# Exhibit 6



TRIADOU

Corporate Profile & Financial Report

# LUXEMBOURG

Thursday, 14th November, 2013

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## Introduction

Triadou SPV S.A. is a Luxemburgish corporation, located at 15, rue du Fort Bourbon, L-1249, in Luxembourg. Its mission is to acquire, manage and hold real estate interests in the USA.

Created on September 12, 2012, the company has to date acquired four assets and participations, and successfully exited one. To facilitate its activities and in order to optimize its tax situation, Triadou has invested in some of its assets through its USA holding entity, Argon Holding, Corp.

## Capital

- Equity capital: EUR 31,000.- fully paid and divided into 1,000 shares with a nominal value of EUR 31.- each.
- Use: Payment of accountant's retainer (approx. €3'000)
- Bank Edmond de Rothschild Europe S.A. in Luxembourg
- Bank account: IBAN LU64 1720 0436 3400 1978

## Loan

- Original Loan Agreement
  - Date: 7 November 2012
  - Total Revised Amount: USD \$10,500,000.00
- First Amendment
  - o Date: 15 January 2013
  - Total Revised Amount: USD \$13,500,000.00
- Second Amendment
  - o Date: 7 February 2013
  - Total Revised Amount: USD \$30,000,000.00
- Third Amendment
  - o Date: 25 March 2013
  - Total Revised Amount: USD \$ 36,000,000.00
- Fourth Amendment
  - o Date: 18 April 2013
  - Total Revised Amount: USD \$ 40,000,000.00
- Fifth Amendment
  - Date: 6 May 2013
  - o Total Revised Amount: USD \$ 46,000,000.00
- Sixth Amendment
  - o Date: 16 May 2013
  - Total Revised Amount: USD \$ 74,000,000.00

## Ownership

Triadou is fully owned by SDG Capital S.A., a Swiss corporation, having its business address at 20, rue Philippe Plantamour, 1201 Geneva.

## Directorship

The Director of Triadou and of its affiliates is: Mr. Nicolas Bourg, sole director

## Legal Structure

Triadou SPV S.A. is a public limited liability company duly incorporated and existing under Luxembourg laws and registered with the Luxembourg Register of Commerce and Companies under number B 171.670. Articles of incorporations can be found online at the following link, page 24:

http://www.etat.lu/memorial/2012/C/Pdf/c261622A.pdf

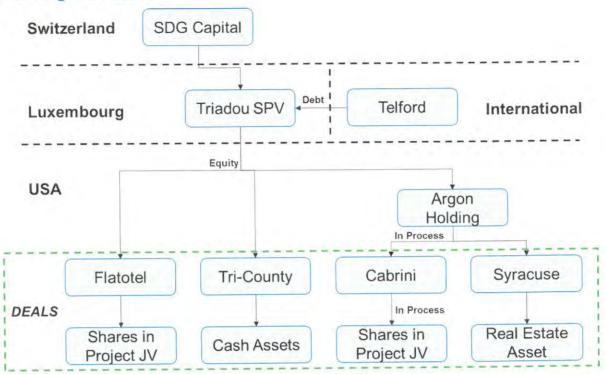
The corporate purpose of Triadou is notably to acquire interests in any form in other Luxembourg or foreign companies, and any other form of investment, acquisition by purchase, subscription and any other means, and disposing by sale, exchange or any other means, of transferable securities and cash, as well as the administration, supervision and development of these interests. The company may take part in the establishment and development of any other industrial or commercial company and may provide its assistance to any such company by means of loans, guarantees or other means.

Triadou is a holding company subject to the provisions of general income tax legislation in Luxembourg commonly known as Soparfi. A Soparfi is an attractive unregulated vehicle due to the favorable tax regime for dividends and capital gains, namely the participation exemption regime.

Towards third parties, Triadou shall be bound by the single signature of its sole director, Nicolas Bourg.

Copy of the Luxembourg Register of Commerce in Annex.

## Holding Structure



# Legal Structure of U.S. Entities:

ARGON HOLDING, Corp.: Argon Holding, Corp. is a USA corporation, 100% owned by Triadou SPV S.A., and represented by Nicolas Bourg, as Sole Director and President.

ARGON OPCO, Inc.: Argon OPCO, Inc. is a USA corporation, 100% owned by Argon Holding, Corp., and represented by Nicolas Bourg, as Sole Director and President. Currently not used.

**SYRACUSE CENTER, LLC:** Syracuse Center, LLC is a USA LLC, 100% owned by Argon Holding, Corp., and represented by Nicolas Bourg, as Sole Member and Manager.

TRI-COUNTY MALL INVESTORS, LLC: Tri-County Mall Investors, LLC is a USA LCC, 100% owned by Triadou SPV S.A., and represented by Nicolas Bourg, as Sole Member and Manager.

## U.S. Real Estate Investments

## Tri-County

On July 18, 2013, Tri-County Mall Investors, LLC, as owner of the mortgage relating to the Tri-County Mall, sold said property at a foreclosure sale to American Pacific International Capital Co. Ltd for USD \$45,000,000.00.

After cost, disbursements, and pending payment of contested commissions, Tri-County Mall Investors LLC shall receive no less than USD \$39,720,529.55 and up to USD \$42,720,529.55 from the sale proceeds mentioned above.

#### Flatotel

The real estate asset was bought by Triadou's joint venturer for USD \$181,500,000.00 on March 25, 2013.

Triadou SPV S.A. participated to said acquisition by entering into an operating agreement with two other entities, and by investing USD \$39,375,000.00 in exchange of a 50% share-profit splitting after full return of each Members' initial capital contributions.

Corporate structure of the deal in Annex.

## Cabrini

The real estate asset was bought by Triadou's joint venturer for USD \$153,500,000.00 on May 17, 2013.

Triadou agreed to enter into a convertible loan agreement for the amount of USD \$6,000,000.00, by which it lent said amount to one of the entities owning 25% of the project with a right to convert said amount into equity participation at a later stage. Triadou intends to take advantage of this right in the coming days.

#### Syracuse

The Syracuse Mixed-Use Complex is a 600,000 square feet property bought by Triadou's affiliate Argon Holding, Corp. during an auction, for USD \$1,900,000.00.

The project is meant to be developed in partnership with a local developer to become a student housing, which could be sold on yield to an institutional investor. It already has 600 parking spots, a swimming pool, lounges, a gymnasium and a vast re-developable residential infrastructure. The property is located in Syracuse, which is in the north-western part of New York State, and 3 km away from the Syracuse University Campus.

Approximately USD \$100,000.00 were spent on maintaining the property since acquisition, mainly for small repairs and 24/7 armed security service. This amount was taken from the Tri-County proceeds.

## Costs and Expenses

The running of Triadou was made mainly by the decisions of its director, Mr Bourg. The costs can be separated in the following groups:

#### Consultants

- Lawyers:
  - Transaction (Kramer Levin, Taft, ...)
  - o Corporate (Arnie Herz, Rosabianca & Associates)
- Real Estate Consultancy (DTZ, Syracuse project management, ...)

These costs and expenses amount to approximately USD \$210,000. These amounts were in most cases paid directly from the proceeds of the sale of the Tri-County Mall.

# **Current Investments Summary**

	Investments to date	Current estimate value
Flatotel	USD \$39,375,000	USD \$62,000,000
Cabrini	USD \$6,000,000	USD \$8,500,000
Syracuse	USD \$2,000,000	USD \$3,000,000
Tri-County	USD \$29,500,000	USD \$39,720,000 to USD \$42,720,000
TOTAL	USD \$76,875,000	USD \$114,500,000

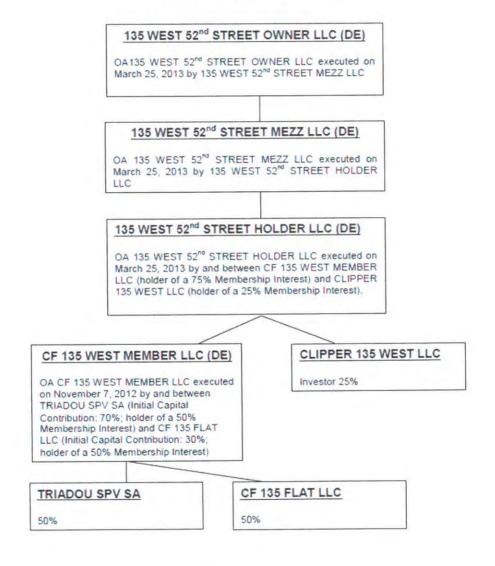
## **Projections**

	Time to completion	Estimate exit value
Flatotel	2015	USD \$114,000,000
Cabrini	2016	USD \$14,400,000
Syracuse	2015	USD \$10,000,000
Tri-County	Already exited	USD \$39,720,000 to USD \$42,720,000
TOTAL		USD \$179,400,000

# Annex

## Flatotel Corporate Structure

### Flatotel Corporate Structure



## Triadou SPV S.A. Registry of Commerce Extract

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### Registre de Commerce et des Sociétés Luxembourg



#### **EXTRAIT**

TRIADOU SPV S.A.

Numéro d'immatriculation : B 171670

Date d'immatriculation / d'inscription : 02/10/2012

Dénomination(s) ou raison(s) sociale(s) :

TRIADOU SPV S.A.

Forme juridique : Société anonyme

Siège social : 15, rue du Fort Bourbon L - 1249 Luxembourg

Indication de l'objet social: La société a pour objet la prise d'intérêts sous quelque forme que ce soit dans d'autres entreprises luxembourgeoises ou étrangères, et toutes autres formes de placement, l'acquisition par achat, souscription et toute autre manière ainsi que l'aliénation par vente, échange ou toute autre manière de toutes valeurs mobilières et de toutes espèces, l'administration, la supervision et le développement de ces intérêts. La société pourra prendre part à l'établissement et au développement de toute entreprise industrielle ou commerciale et pourra prêter son assistance à pareille entreprise au moyen de prêts, de garantie ou autrement. La société a également pour objet l'acquisition, la gestion, la constitution, l'enregistrement et le dépôt, la valorisation, la vente, l'usage dans le cadre de son activité et la concession de l'usage de tous noms de domaines, de tous droits de propriété intellectuelle et de tous droits de propriété industrielle, notamment de tous droits d'auteur, de tous brevets, de toutes marques de fabrique ou de commerce, ainsi que de tous dessins et de tous modèles. La société peut réaliser toutes les opérations mobilières, immobilières, financières ou industrielles, commerciales ou civiles, liées directement ou indirectement à son objet social. (\*)

#### Capital social / fonds social:

Montant: 31.000 EUR

Etat de libération: Entièrement libéré

Date de constitution: 12/09/2012

Durée:

Illimitée

Exercice social:

Par exception, l'exercice social ayant débuté en date du 12/09/2012 se terminera en date du 31/12/2012. Du: 01/01 au: 31/12

### Administrateur(s)/gérant(s):

Régime de signature statutaire : La société se trouve engagée par la signature conjointe de deux administrateurs. En cas d'administrateur unique, la société sera engagée par la seule signature de l'administrateur unique. Si un administrateur-délégué est nommé, la société se trouve engagée soit par la signature conjointe de deux administrateurs dont obligatoirement la signature de l'administrateur-délégué, soit par la signature individuelle de l'administrateur-délégué.

Organe: Conseil d'administration

Nom: BOURG Prénom(s): Nicolas

Fonction: administrateur

Adresse privée ou professionnelle de la personne physique :

36, rue des Domans, L - 1421 Luxembourg

Durée du mandat : Déterminée Date de nomination : 12/09/2012

Jusqu'à l'assemblée générale qui se tiendra en l'année : 2016

## Personne(s) chargée(s) du contrôle des comptes:

Dénomination ou raison sociale : FID-EUROPE INTERNATIONAL S.A.

Numéro d'immatriculation : B 145543 Fonction : Commissaire aux comptes Siège social de la personne morale :

2a, Place de Paris, L - 2314 Luxembourg
Durée du mandat : Déterminée Date de nomination : 12/09/2012

Jusqu'à l'assemblée générale qui se tiendra en l'année : 2016

(\*) Extrait de l'inscription : Pour le détail prière de se reporter au dossier.

Pour extrait conforme (')

Luxembourg, le 19/07/2013

#### Le gestionnaire du registre de commerce et des sociétés (²)

<sup>\*</sup> En application de l'article 21 paragraphe 2 de la loi modifiée du 19 décembre 2002 concemant le registre de commerce et des sociétés ainsi que la comptabilité et les comptes annuels des entreprises et l'article 21 du règlement grand-ducal modifié du 23 janvier 2003 portant exécution de la loi du 19 décembre 2002, le présent extrait reprend au moins la situation à jour des données communiquées au registre de commerce et des sociétés jusqu'à trois jours avant la date d'émission dudit extrait. Si une modification a été notifiée au registre de commerce et des sociétés entre temps, il se peut qu'elle n'ait pas été prise en compte lors de l'émission de l'extrait.

<sup>&</sup>lt;sup>a</sup> Le présent extrait est établi et signé électroniquement. Le gestionnaire du registre de commerce et des sociétés ne garantit l'authenticité de l'origine et l'intégrité des informations contenues sur le présent extrait par rapport aux informations inscrites au registre de commerce et des sociétés que si le présent extrait comporte une signature électronique emise par le gestionnaire du registre de commerce et des sociétés.

## Flatotel

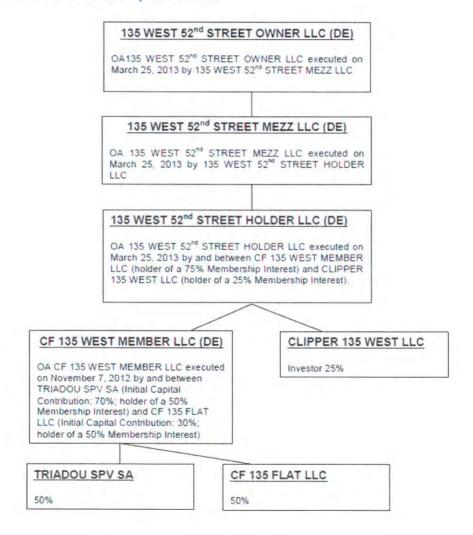
#### Transaction

The real estate asset was bought by Triadou's joint venturer for USD \$181,500,000.00 on March 25, 2013, to be reconverted into luxury condos.

Triadou SPV S.A. participated to said acquisition by entering into an operating agreement with two other entities, and by investing USD \$39,375,000.00 in exchange of a 37.5% share-profit splitting after full return of each Members' initial capital contributions.

No further capital call shall take place until project's completion, which is due 4Q2015.

## Corporate and Ownership Structure



## Main Figures

Total Debt	USD 175 million	
Cost of Debt	Confidential	
Total Equity	USD 75 million	
Total Cost	USD 250 million	
Average Net Price per sqf	USD 2017.50	
Total Surface (incl. retail)	228'000 sqf	
Expected Total Net Revenue	USD 460 million	

## Payment Waterfall

USD Mio	Payment	Distribution amount remaining	Amount to Triadou
Sales	+460	460	0
Debt repayment	- 175	285	0
Equity repayment	- 75	210	39.375
Investors' Dividend (37.5%)	- 210	0	78.75
Total for Triadou			118.125

#### Taxes

A tax ruling is in process; the expected average total tax on dividend is of 18%

## **Project Description**

This property, located on 52nd Street between 6th and 7th Avenues in Midtown Manhattan, offers unparalleled access to New York City's most prestigious residential neighbourhoods, luxury retail destinations, internationally renowned cultural institutions, and elite commercial office space. Located between Times Square and Colombus circle, in the heart of mid-town Manhattan, the property offers convenient access to all that the city has to offer. This project is developed with world-renowned development firm Chetrit Group.

Chetrit Group is one of the most prolific real estate developers in the USA. With its team of over 400 employees including in-house architecture, engineering, project management and finance team, Chetrit Group is a key partner for Element One in this development.

The 47 stories property, previously an apartotel, is currently being converted into 190 high-end condominiums, which will go to market in May 2014, and delivered end of 2015.

## Cabrini

#### Transaction

The real estate asset was bought by Triadou's joint venturer for USD \$153,500,000.00 on May 17, 2013.

Triadou agreed to enter into a convertible loan agreement for the amount of USD \$6,000,000.00, by which it received both:

- a. A right to convert this amount into a 6% equity stake in the project
- A right to increase said amount to USD 12 million, raising its equity stake to 12 %

## Description

The development consists of more than 250 units spread across four buildings with addresses on East 19th and East 20th Streets between Second and Third Avenues.

The 16-story main building at 209-225 East 19th Street will have 140 units, two other buildings will have 54 units, and a smaller building at 224 East 20th Street will have eight full-floor apartments.

## Return on Investment

#### Total investment

USD 268 mn = USD 175 mn (A) + USD 35 mn (C) + USD 45 mn (D) + USD 13 mn (E)

#### Expect total net rev.

USD 500 mn = USD 326 mn (A) + USD 62 mn (C) + USD 86 mn (D) + USD 25 mn (E)

#### Condos sale

USD 1'350 per sqf (A); USD 1300 per sqf (C&D); USD 1'400 per sqf (E);

#### Projected profit

USD 232 million Debt funding

#### USD

188 million (70%)

#### ROI

86.6%

#### Revenue to Triadou

USD 6 million equity investment + 6% of USD 232 million profit

CONFIDENTIAL

# Syracuse

The Syracuse Mixed-Use Complex is a 600,000 square feet property bought by Triadou's affiliate Argon Holding, Corp. during an auction, for USD \$1,900,000.00.

The project is to be developed in partnership with a local developer to become a student housing, which could be sold on yield to an institutional investor.

It already has 600 parking spots, a swimming pool, lounges, a gymnasium and a vast re-developable residential infrastructure. The property is located in Syracuse, which is in the north-western part of New York State, and 3 km away from the Syracuse University Campus.

Approximately USD \$150,000.00 were spent on maintaining the property since acquisition, mainly for small repairs and 24/7 armed security service.

The asset should be valued as part of a whole redevelopment, in which scenario it could yield values in the area of USD 5 million.

## Porto Heli

The Nikki at Porto Heli represents the unique re development and renovation of a 1970's un-replicable hotel building right on the beach of the Porto Heli Bay. Taking advantage of the unique location and the favorable permitting terms achieved, Dolphin intends to retain the structural grid and create a unique luxury offering in the Porto Heli region.

The hotel and beach club will be operated by Nikki Beach, the ultimate hotel & beach club concept, transcended in its international venues: Miami Beach, Saint-Tropez, St. Barth, Marbella, Cabo San Lucas, Marrakech, Koh Samui.

The Project is situated 175 km from Athens International Airport. Road access from Athens is via the Athens Corinth highway and then through local town roads via Epidavros (about 2 hour drive). Ferry transfer from Piraeus also takes 2 hours, while helicopter transfer lasts about 20 minutes.

#### Total cost

EUR 20.6 million (5.6mn land + 13.7mn construction + 0.4mn S&M+ 0.9mn contingency)

## Expected total net revenue

EUR 35 million (apart. EUR 12.7mn + hotel terminal value & ops EUR 22.3 mn)

## Hotel terminal value

EUR 13'950'000

## Hotel net operation value

EUR 8'321'000

## Projected profit

EUR 14'900'000

#### State subsidies

EUR 4'200'000 (10%)

#### SDG equity investment

75% of project (EUR 4.2mn land + ongoing capital calls), up to EUR 12.3 million

### Investor's revenue / profit

**FUR 11.2 million** 

# Tri-County Mall

- Name of Project: Tri-County Mall

- Location: Cincinnati, Ohio

- Investment objective: GOP optimization, resale to institutional investor

- Project timeline:

o Acquisition: end of April 2013

Project exit: Q3 2015

o Actual Exit: July 2013 (3 months)

### Investments to date:

Deposit	2'835'000.00
Balance of Acquisition	25'515'000.00
Closing/Title Fees	2'720.00
Kramer Levin Legal	49'525.03
Taft Legal	7'092.50
Lender Deposit	75'000.00
Travel/Misc.	13'012.80
<b>Broker Commission</b>	1'080'000.00
Bank Fee	15.00

Subtotal USD 29'577'365.33

## Exit information:

- Type: Public auction

- Acquirer: American Pacific International Capital

- Transaction value: USD 45'000'000

- Profit: USD 15'423'000

- ROI: 52% - IRR: 209%

# Igloo

The "Igloo project" consists in converting a 3-star hotel with 12 rooms into a 5-star hotel with 32 rooms and suites, a Spa with an indoors and outdoors pool, a snack restaurant and a gastronomic restaurant. This hotel will be managed by Six Senses, a leading 5-star boutique hotel operator.

L'Igloo development is currently on hold due to the absence of payment by SDG Capital,

Final value of project € 75.0 million (including operations and exit)

Total costs € 50.0 million

Debt funding € 25.0 million (50% of costs)

Debt costs € 2.5 million Expected profit € 22.5 million